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Florida Department of State
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To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : STEEL HECTOR & DAVIS
Account Number : 071541002004
Phone : (305) 577-4726
Fax Number : (305) 577-7001

LIMITED LIABILITY COMPANY

CLUB OF THE AMERICAS LLC

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION OF
CLUB OF THE AMERICAS LLC**

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ARTICLE I - Name:

The name of the Limited Liability Company is: CLUB OF THE AMERICAS LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

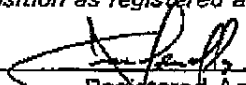
200 South Biscayne Boulevard
Suite 4100
Miami, FL 33131

ARTICLE III - Registered Agent, Registered Office & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

RJVF CORPORATE SERVICES INC.
Name
200 South Biscayne Boulevard, Suite 4100
Florida street address (P.O. Box NOT acceptable)
Miami, FL 33131
City, State and Zip

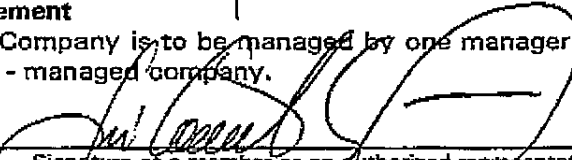
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provide for in Chapter 608, F.S.



Registered Agent's Signature

ARTICLE IV - Management

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.



Signature of a member or an authorized representative of a member

(In accordance with section 608.408(3) Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Jose Camilo Lega

Typed or printed name of signee